

# ULTIMATE SPIDER-MAN®

ISSUE  
**127**



**MARVEL**

**BENDIS  
IMMONEN  
von GRAWBADGER  
PONSOR**



The bite of a genetically altered spider granted high-school student Peter Parker incredible arachnid-like powers! When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

Now the fledgling super hero tries to balance a full high school curriculum, a night job as a web designer for the Daily Bugle tabloid, a relationship with the beautiful Mary Jane Watson, and swing time as the misunderstood, web-slinging Spider-Man!



PREVIOUSLY IN ULTIMATE SPIDER-MAN...



Months ago, Peter barely escaped a grueling, dramatic and violent encounter with a childhood friend, Eddie Brock, who turned himself into the monstrosity known as Venom. Ten years ago, Peter and Eddie’s fathers accidentally invented Venom when they were looking for a biological cure for cancer.

One month ago, Eddie reappeared as a walking shell of a man being controlled by this insatiable monster. He has no idea why a bounty hunter named Silver Sable is after him. Eddie discovered an indescribable attachment to Parker when they accidentally reunited while Peter was on a class trip at the art museum. Spider-Man and Venom battle, but it’s Silver Sable and her Wildpack that end the fight. She took down Venom and kidnapped him, leaving Spider-Man to deal with the police. Venom was taken hostage by Trask Industries but was inadvertently rescued by the mysterious Beetle. Silver Sable and the Wildpack gave chase. All of this was intercepted by Spider-Man who, in the middle of the battle, was taken over by the Venom symbiote.

Peter, as Venom, battled and was defeated by the super hero task force known as the Ultimates. Peter escaped serious harm and was no longer attached symbiotically to Venom. Neither was Eddie Brock, who has disappeared.

Gwen Stacy, a good friend of Peter’s, was a victim of another symbiote accidentally unleashed by Spider-Man confidant Curt Connors. Though Gwen died at the hand of this symbiote, it took on her essence and that monster has been taken into S.H.I.E.L.D. custody for study.

Note: This story takes place before Ultimates 3.

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“for what they’ve done, they will have to pay the ultimate price.”- Ultimatum, November 2008



Ryker's Island. Maximum Security Prison.  
Three Weeks Ago.



You'll see!!

Doctor Doom's gonna get me out!!

Settle down.

Dude, the guards are going to come over here and throw you in the hole!

Doctor Doom!

Dude!



Curt Conners?

Doctor Curt Conners?



Yeah.

You're being transferred.

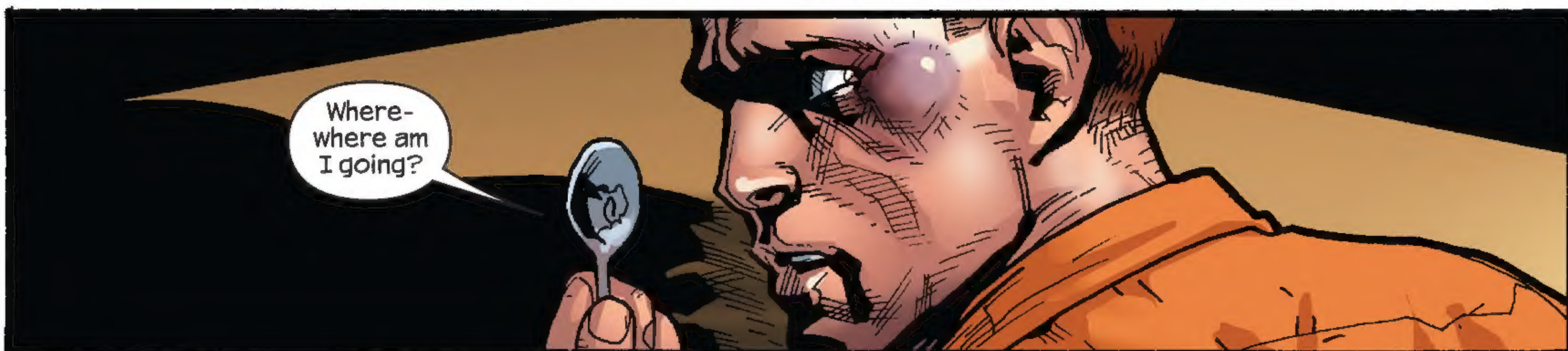
I am?

Why?



Because some famous people want to talk to you.

And famous people get to do whatever they want.



Where-where am I going?



**The Triskelion-S.H.I.E.L.D. Headquarters.  
Two Weeks Ago.**

What's  
your  
name?

My  
name?

Your name,  
please, for the  
record.

Gwen  
Stacy.

Gwen  
Maxine  
Stacy.

(If you  
need the  
whole  
thing.)

How old  
are you?

Sixteen.

What are  
your parents'  
names?

My dad is  
a cop. (Was  
a cop.)

He's  
dead.

And my  
mother, who  
abandoned me and  
my father years  
ago, is named  
Madeline.

John Stacy.  
Captain John  
Stacy.

If you  
see her, please  
do tell her  
I said @#\$\$@  
\$%/%.

Do you  
know where  
you are?

Not exactly.  
In a hospital?

Do  
you know  
why you're  
here?

Because  
something's  
wrong with  
me?

Do you  
know *what*  
is wrong  
with you?

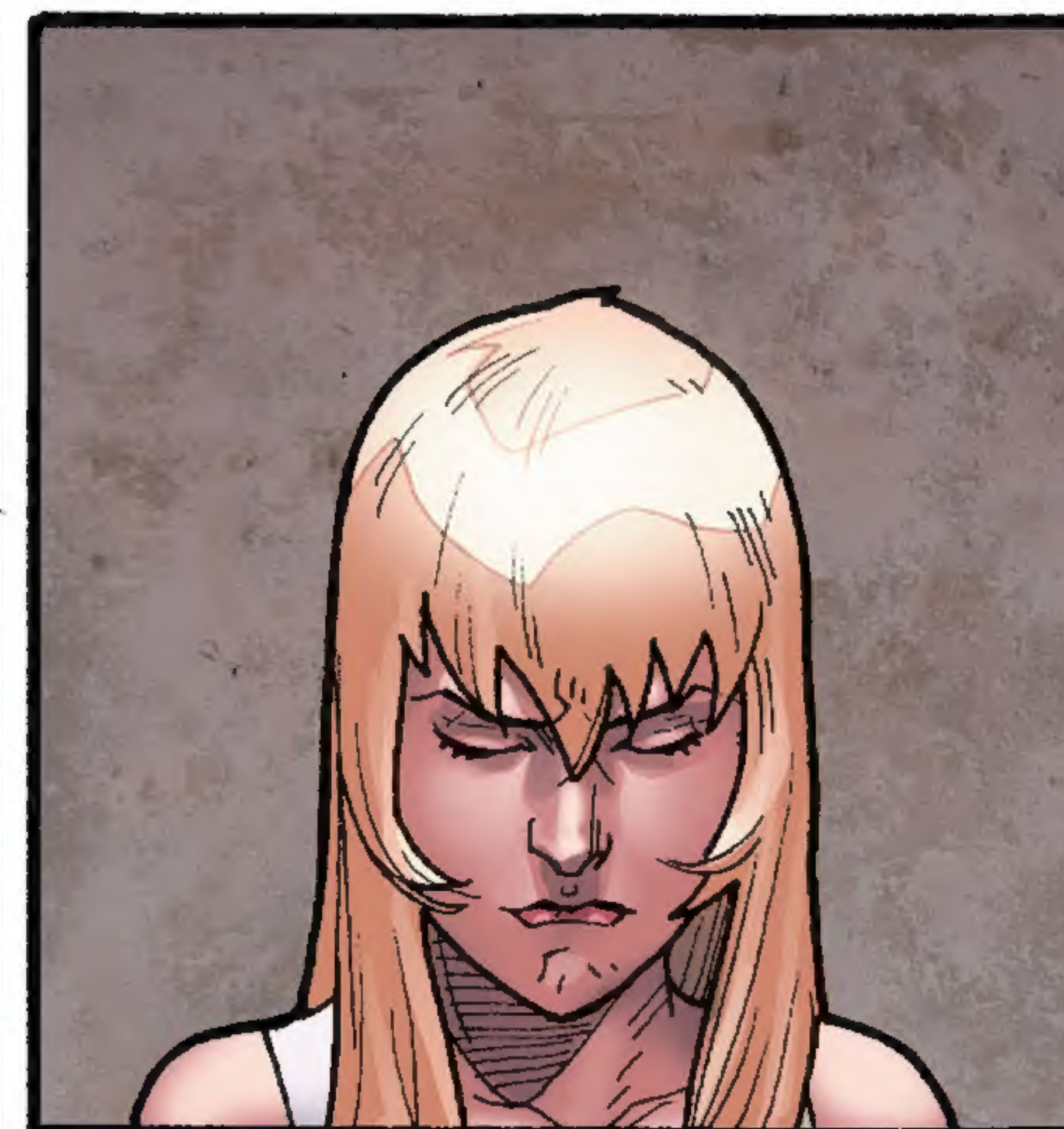
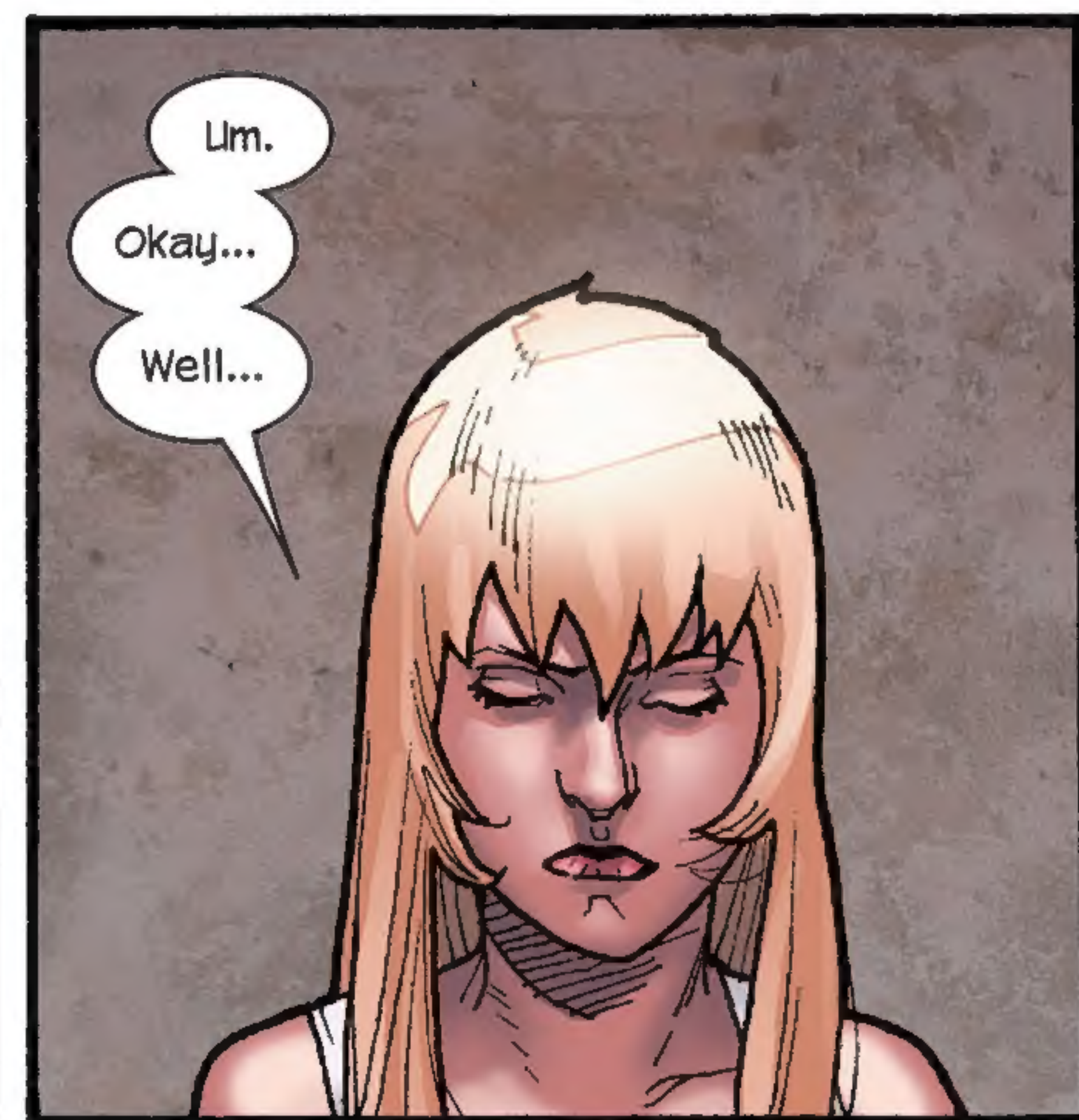
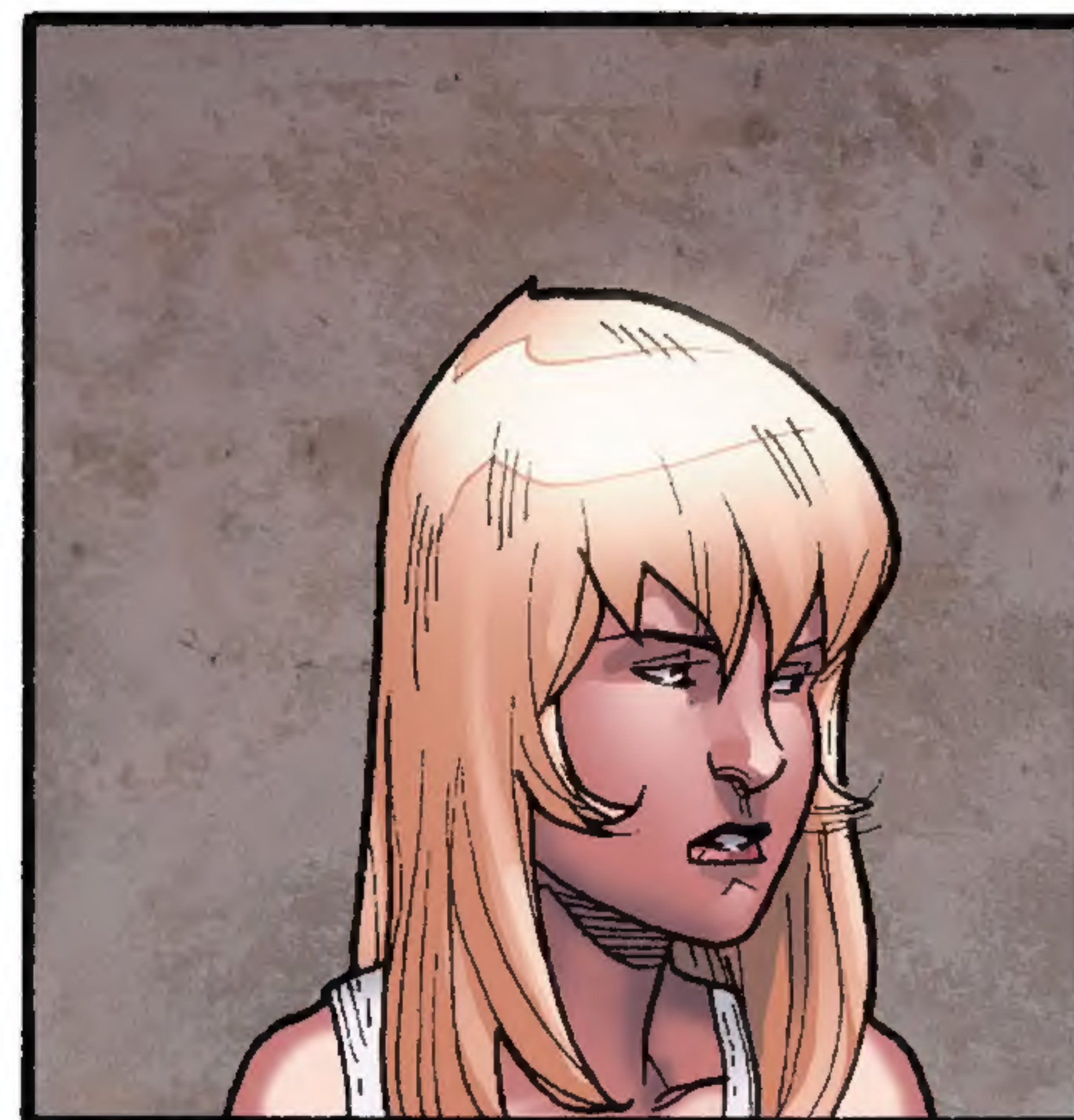
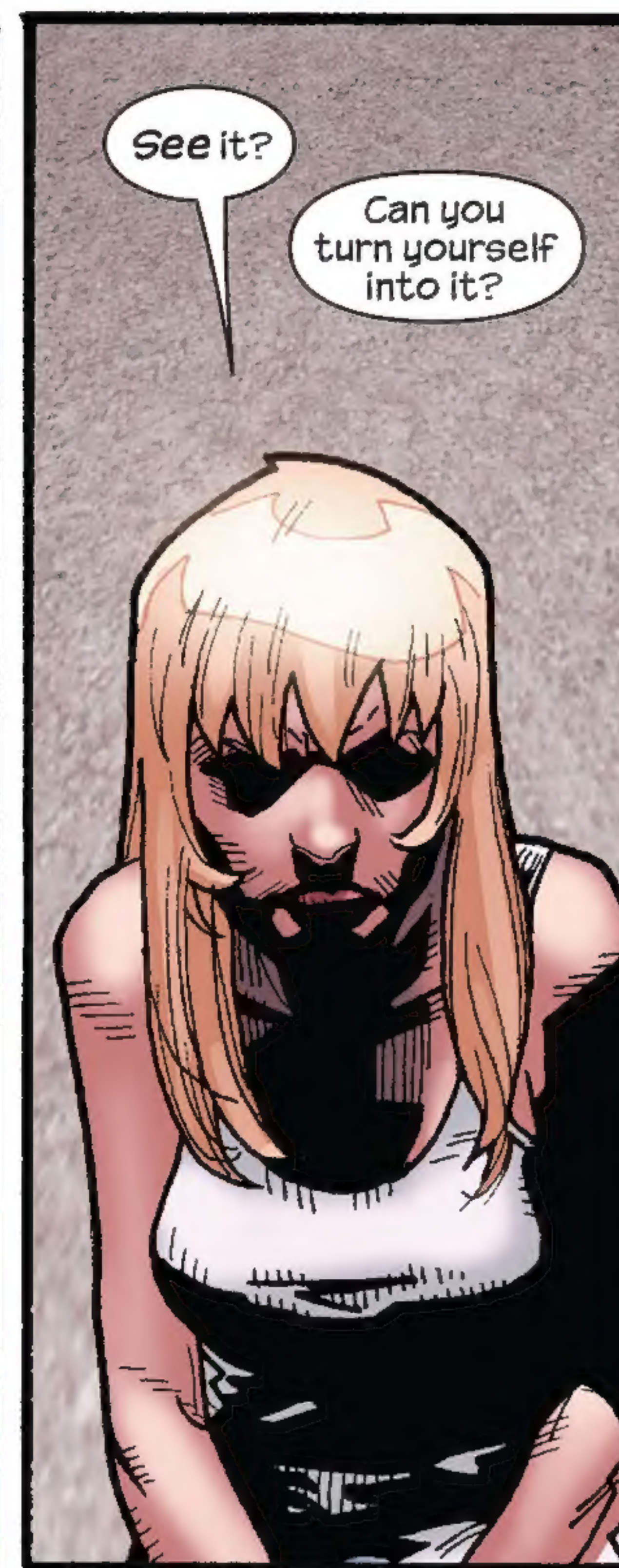
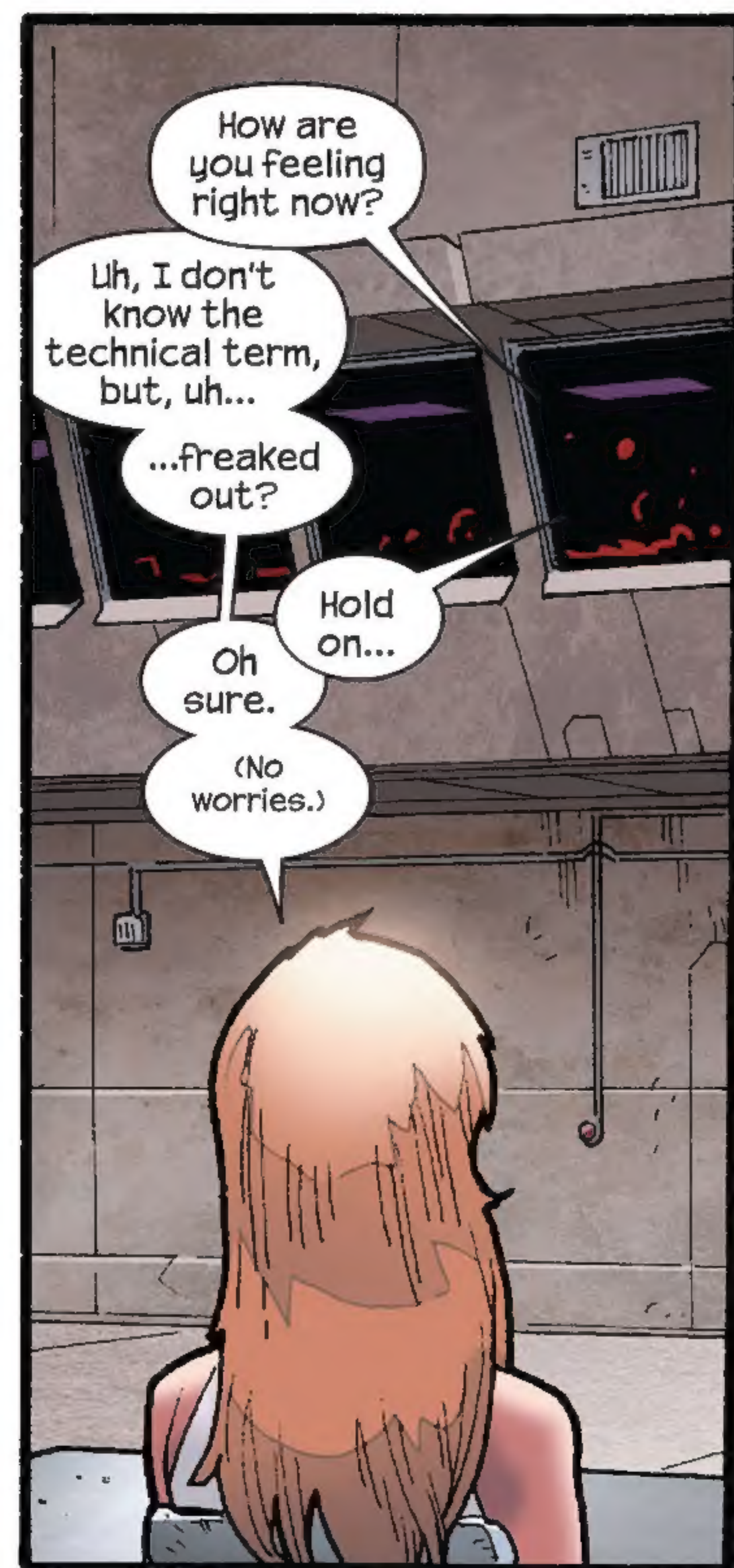
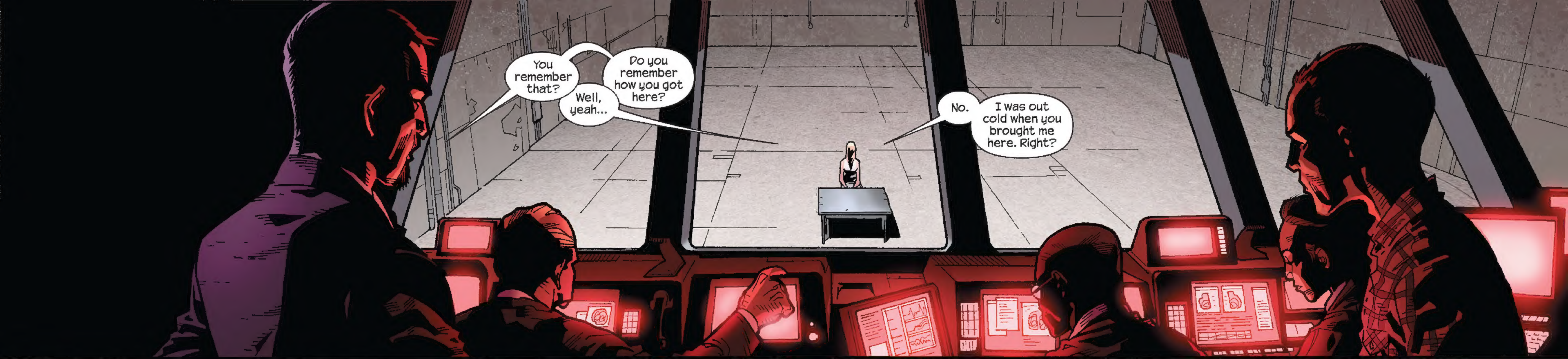
No. Do  
you?

We're  
trying to  
work that  
out.

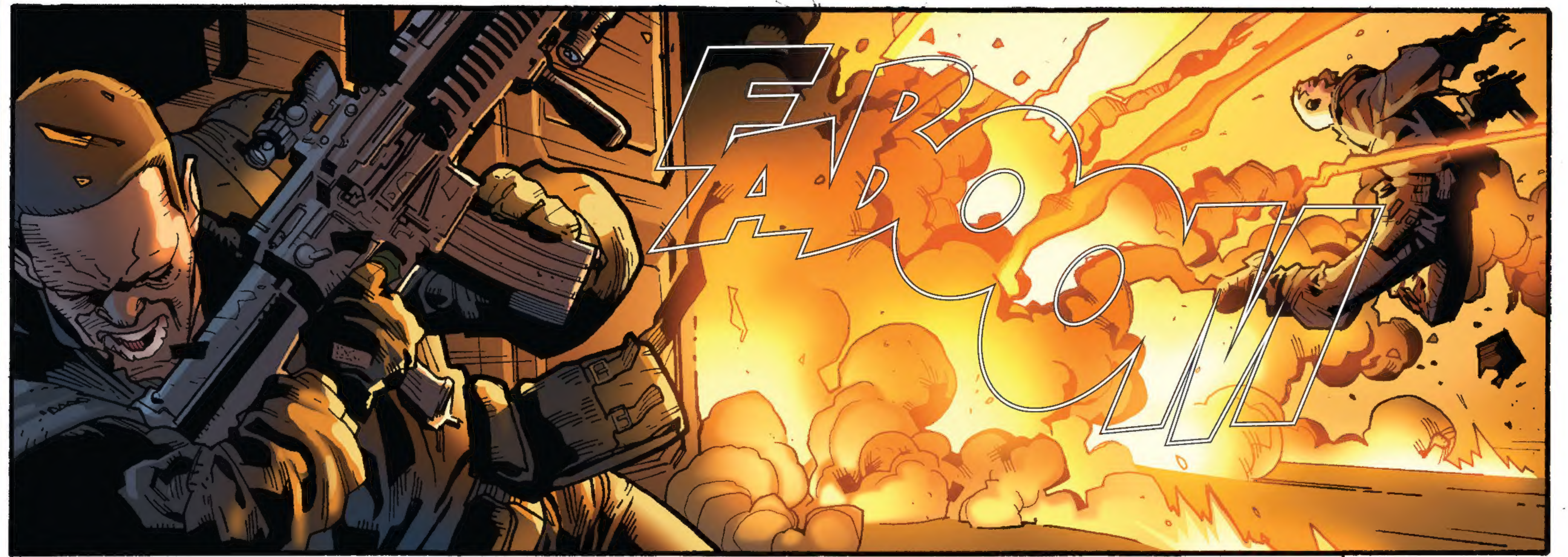
Well, I'm  
no doctor...

But I bet  
it has something  
to do with this red  
blobbily monster  
that *killed* me.

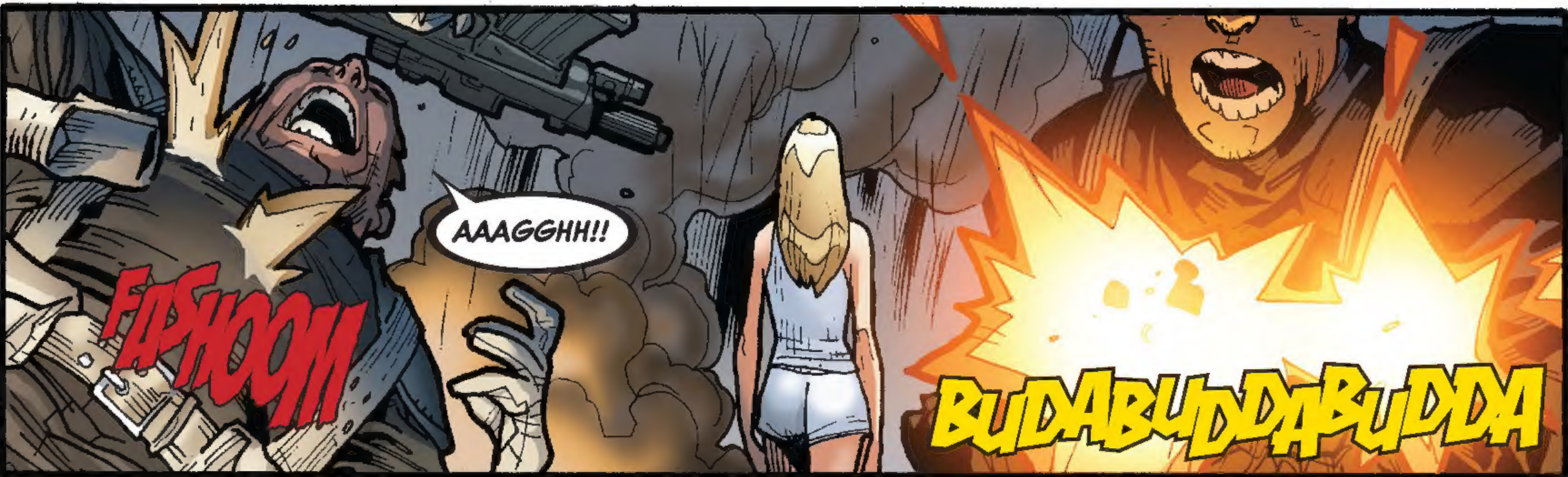
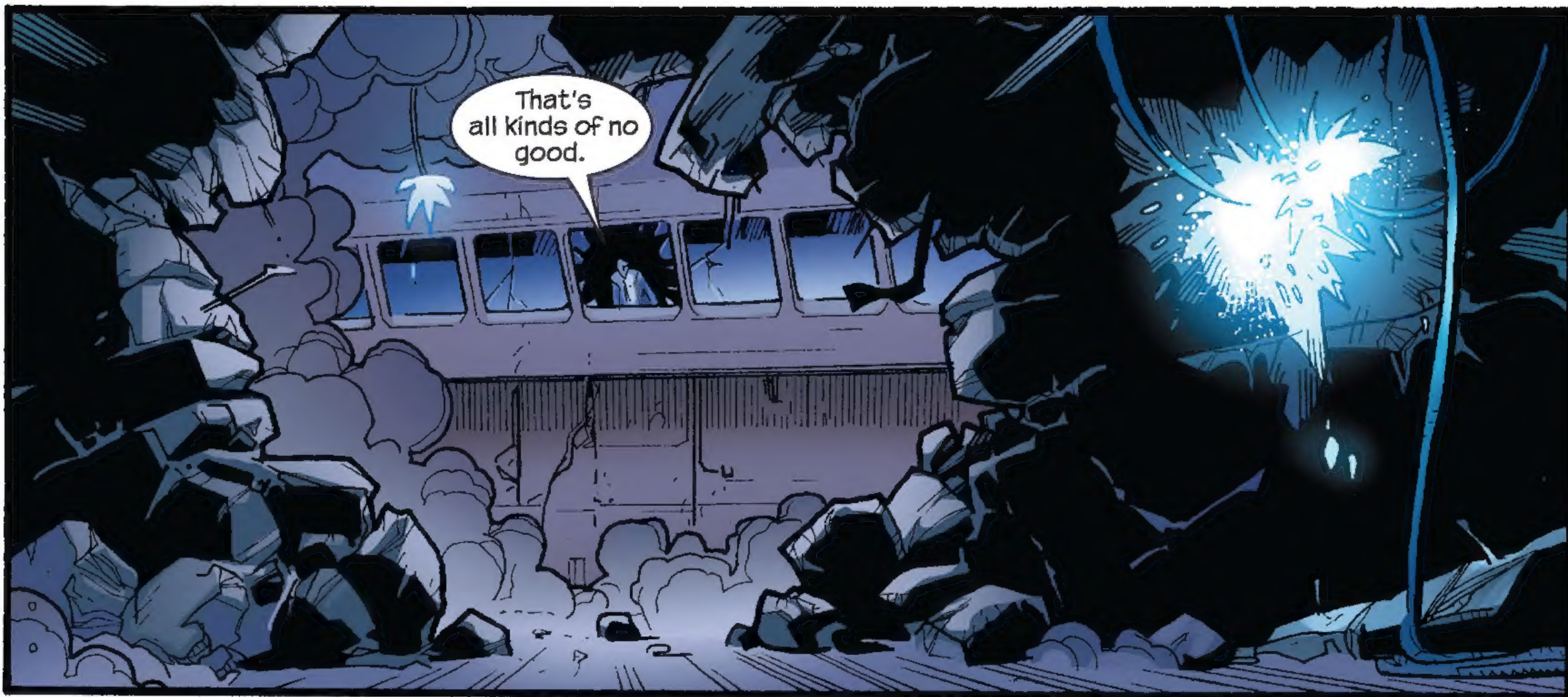




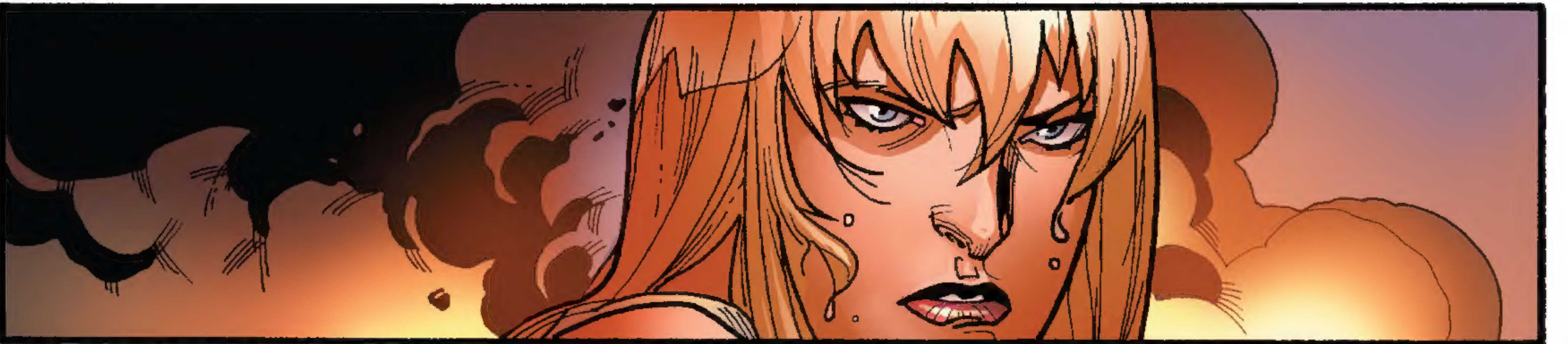
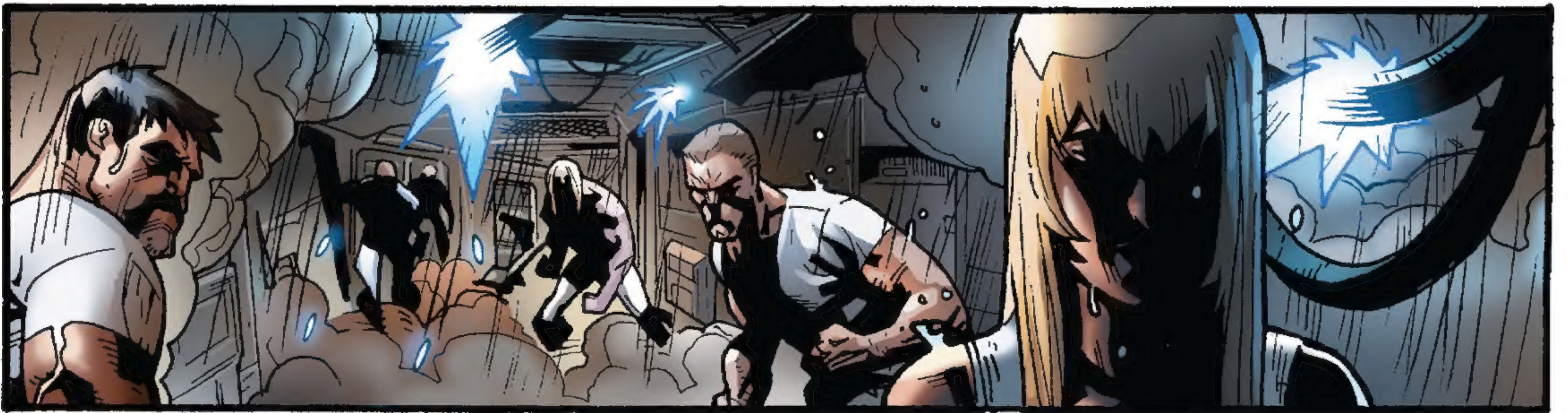




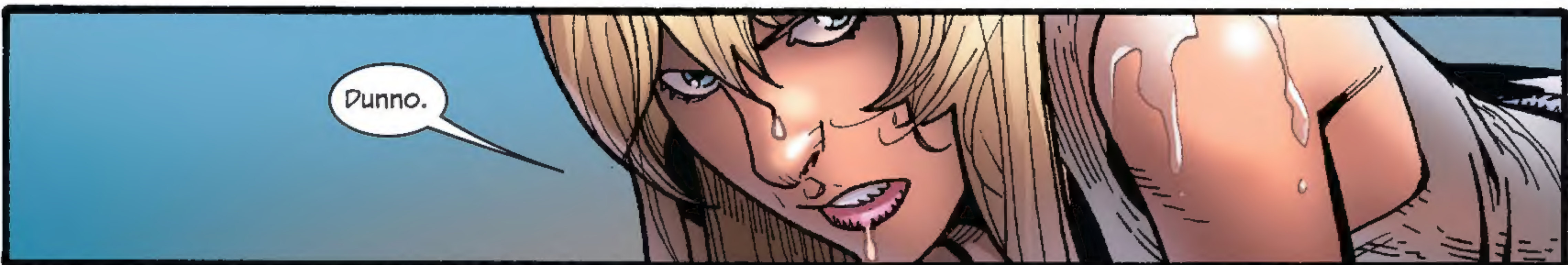
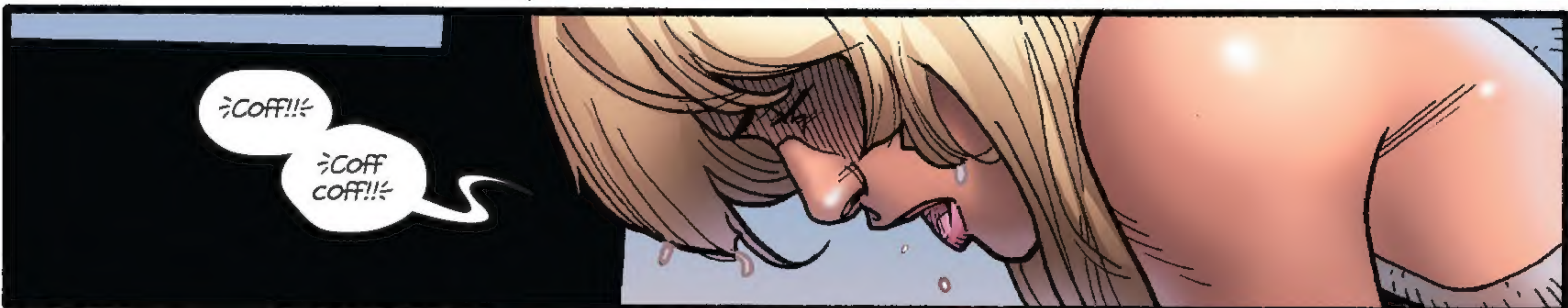
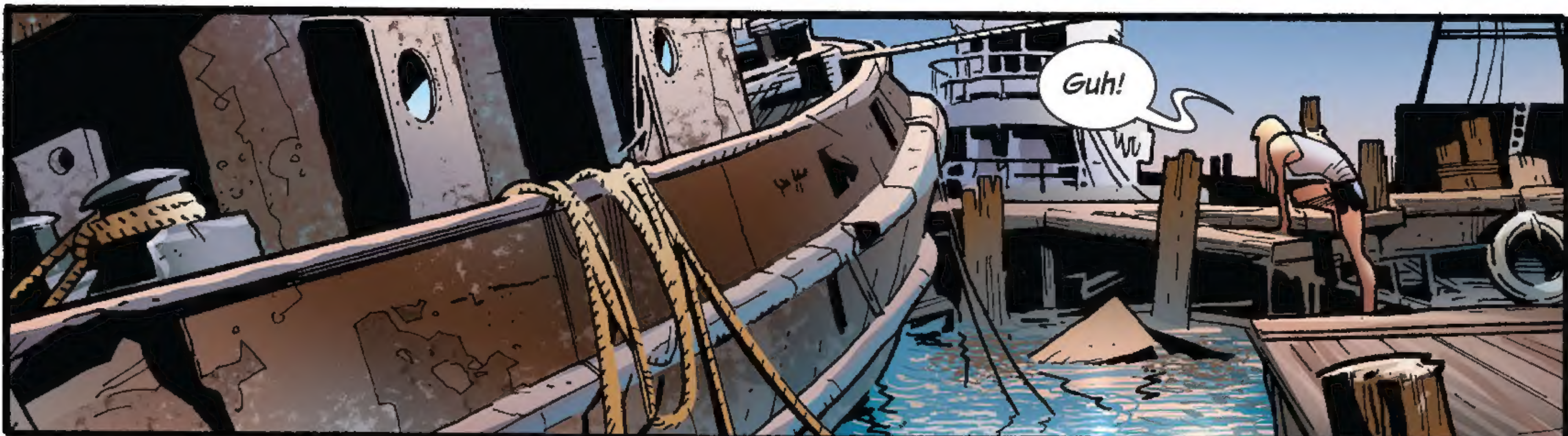
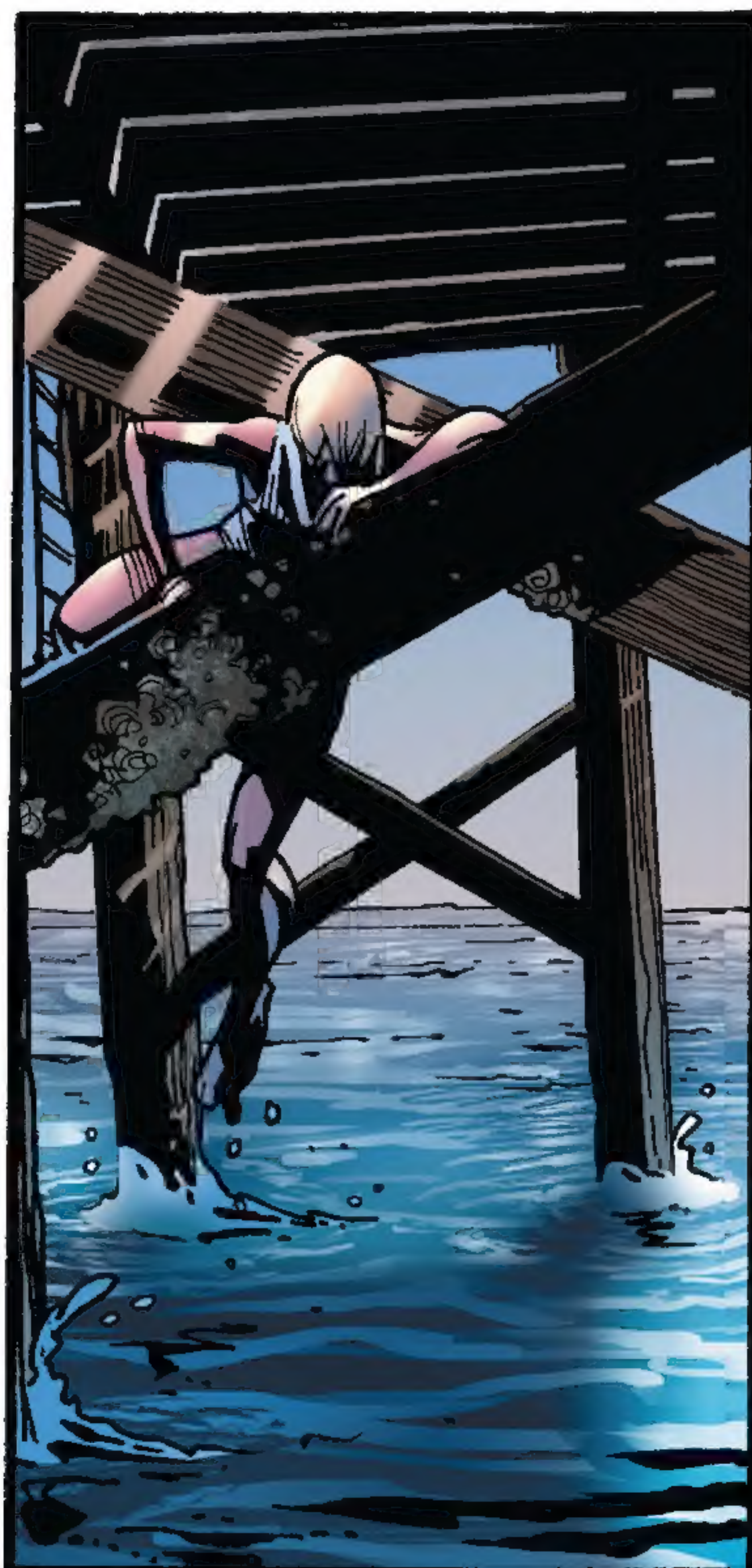
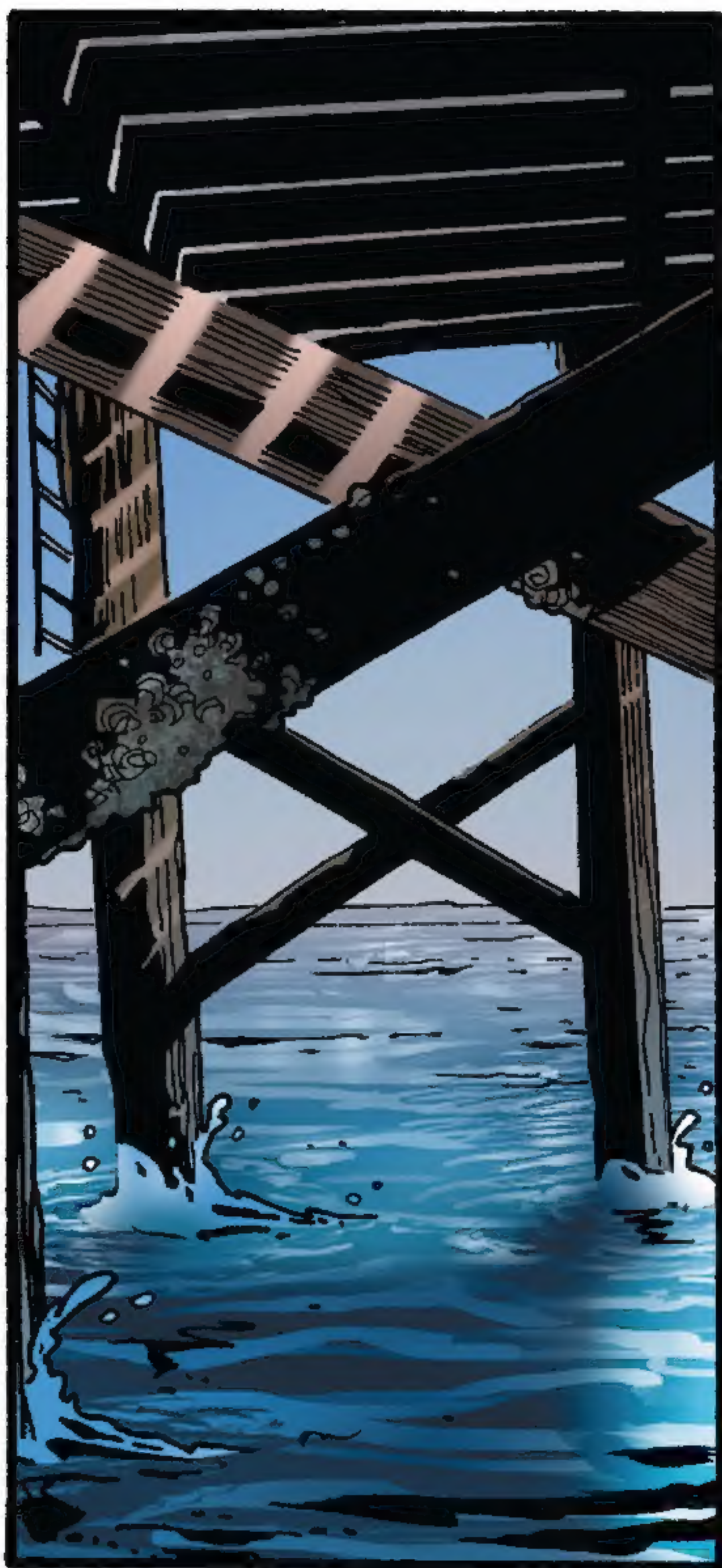




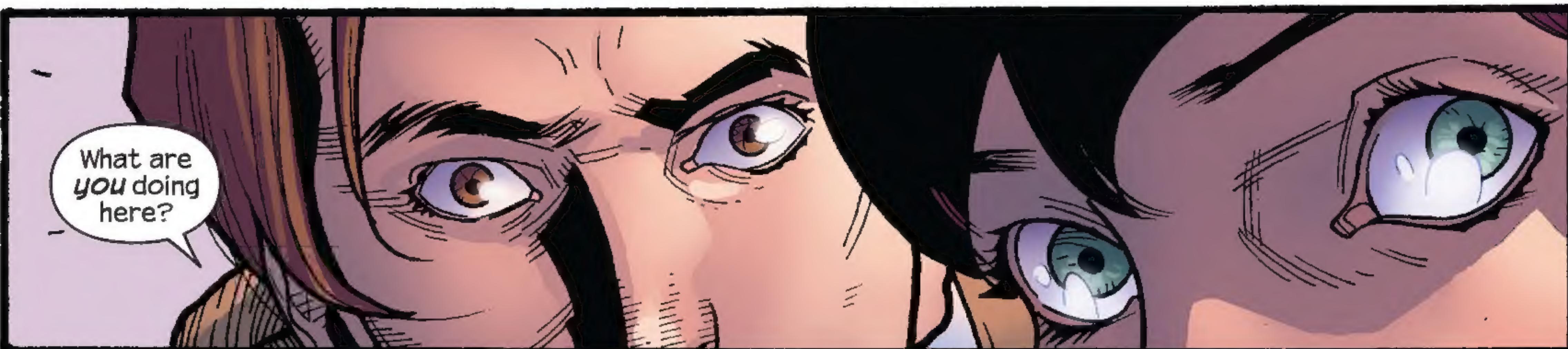
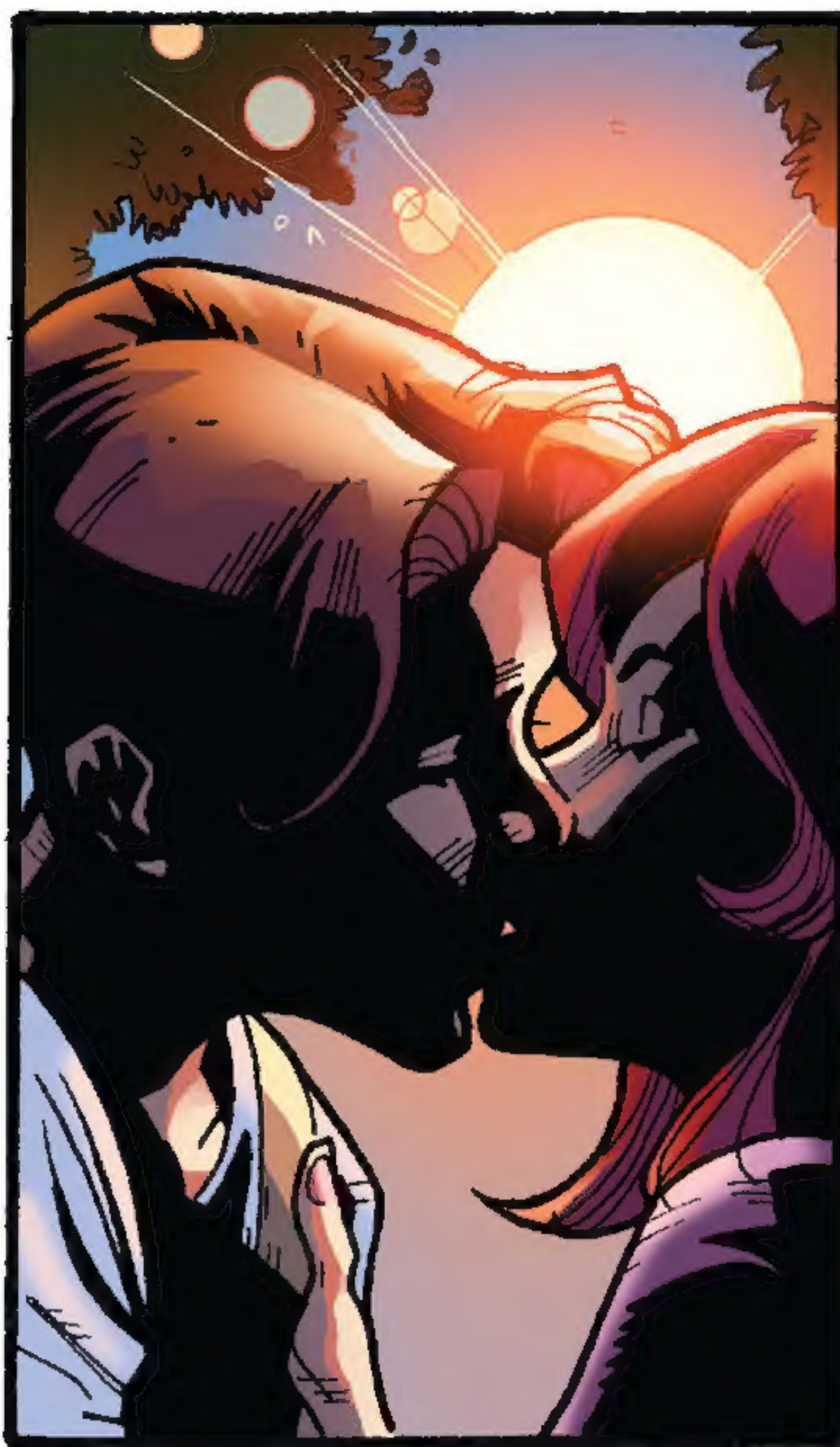




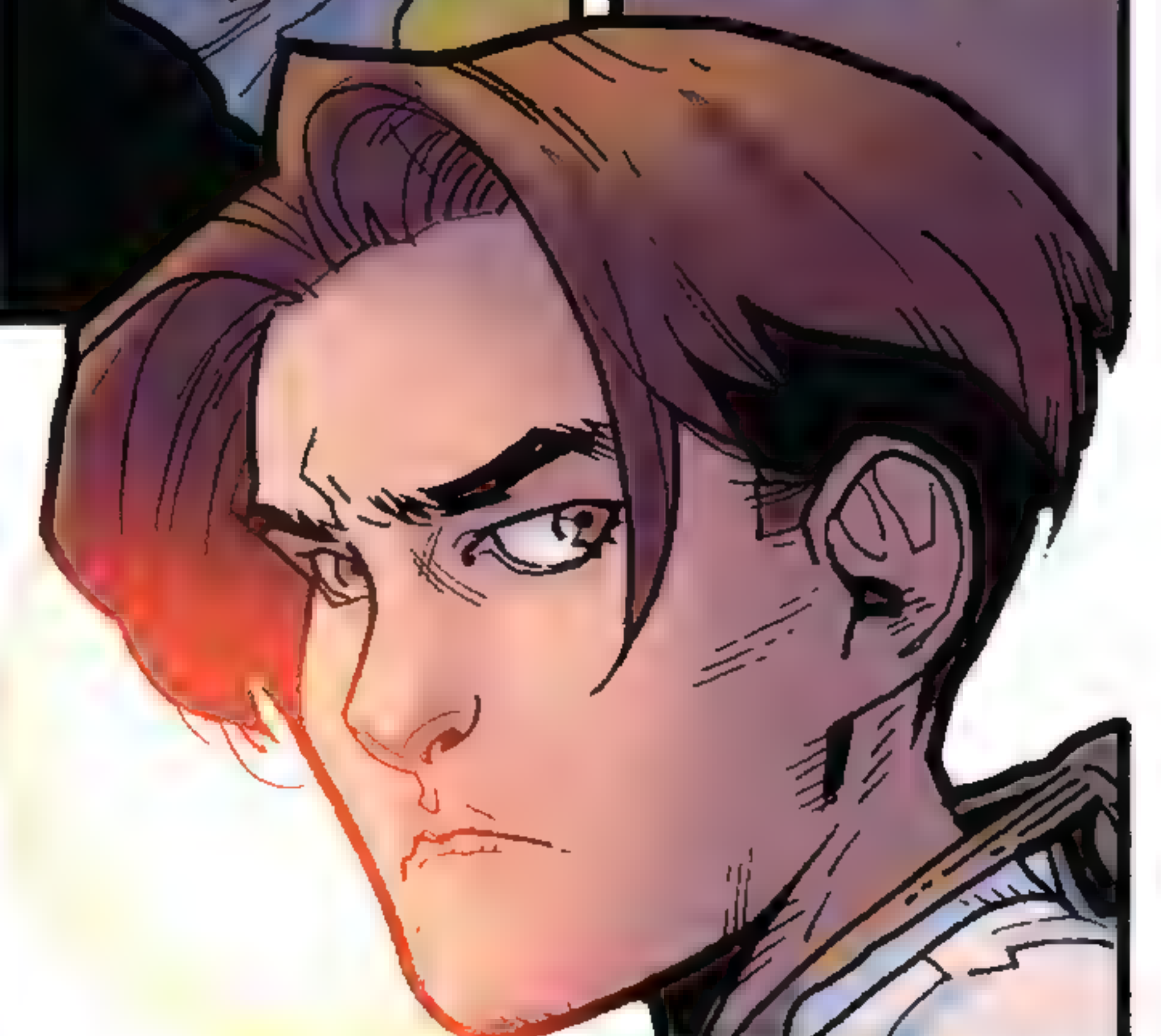
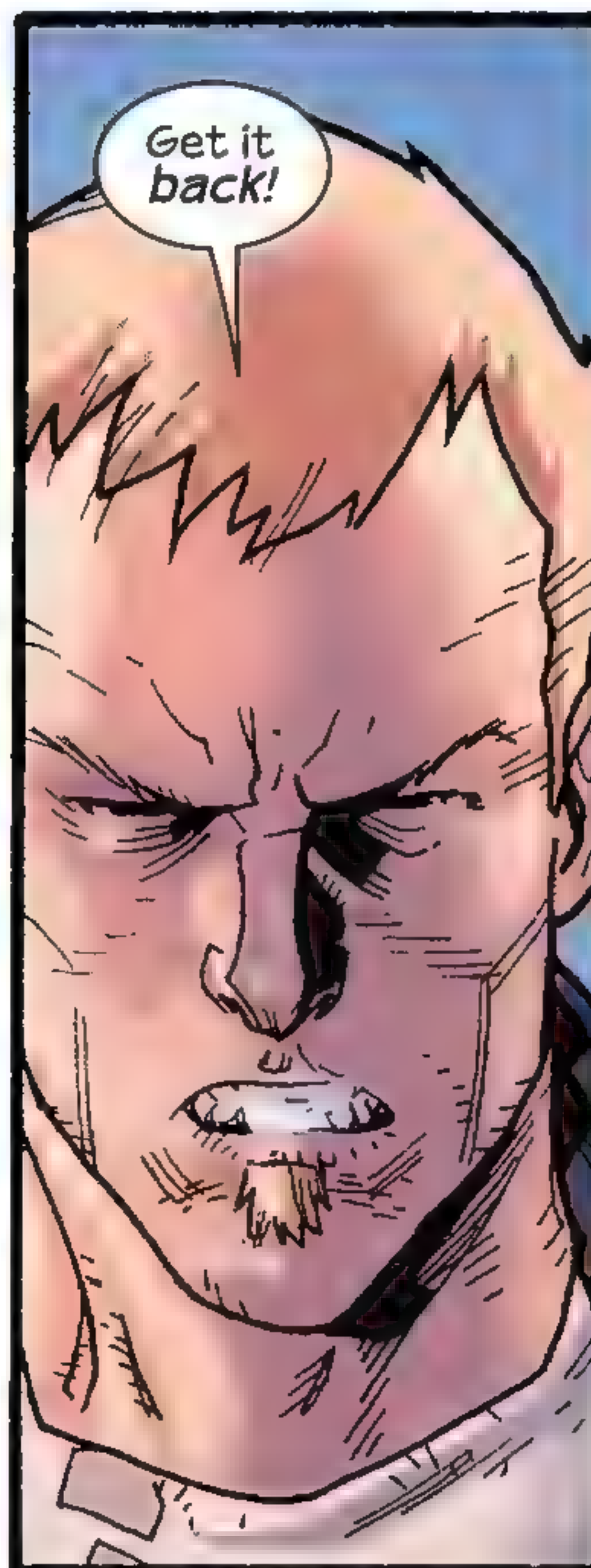
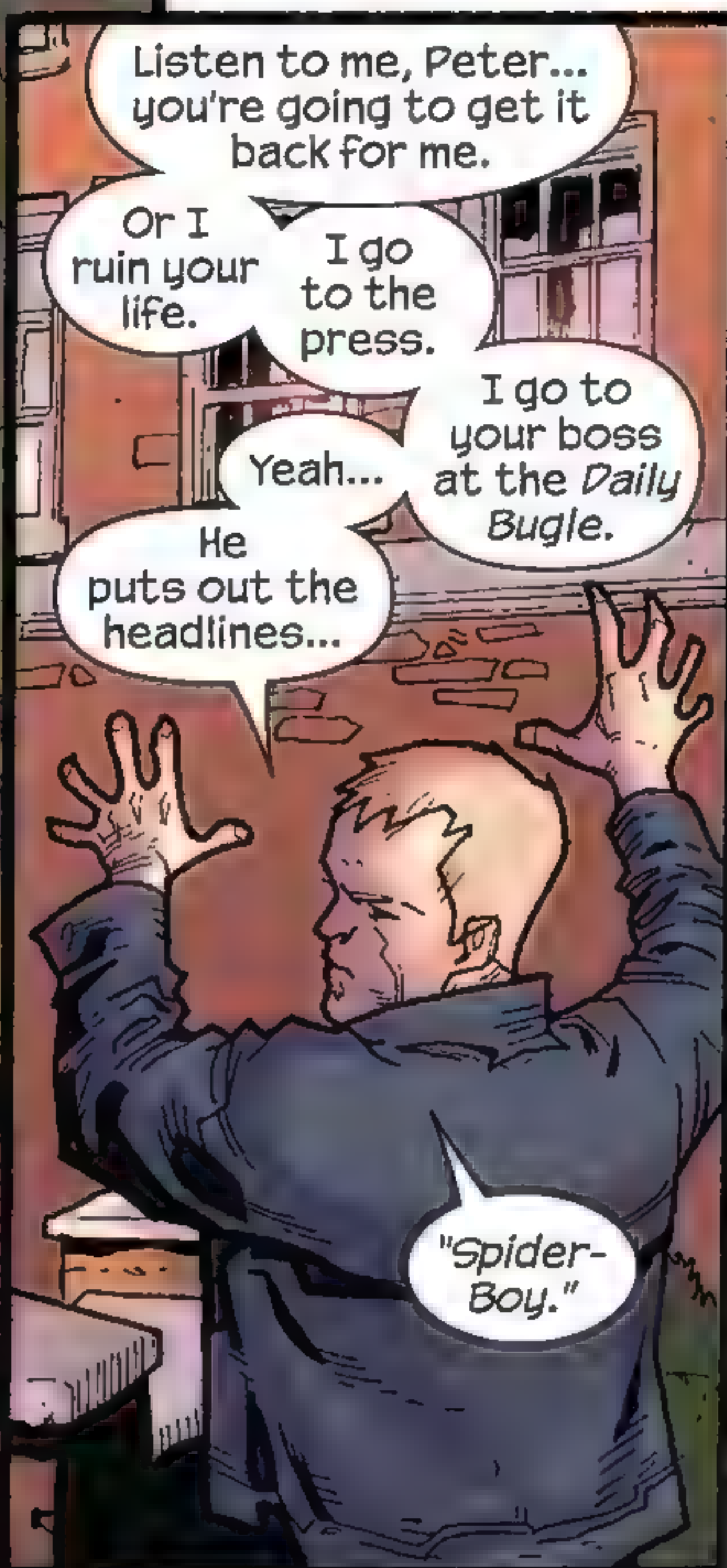
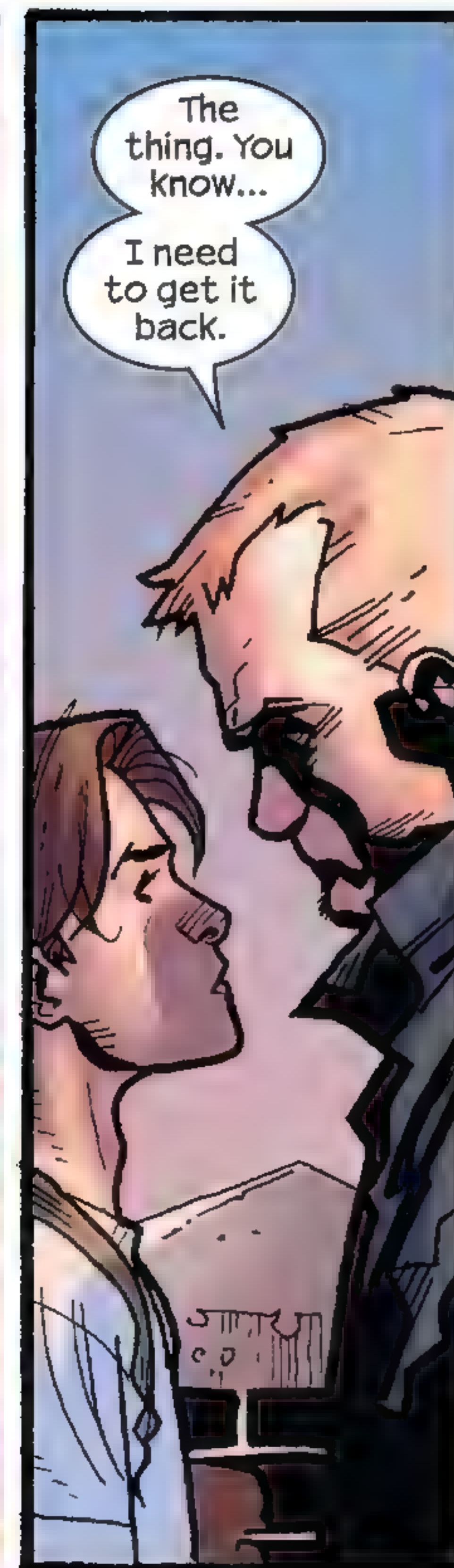
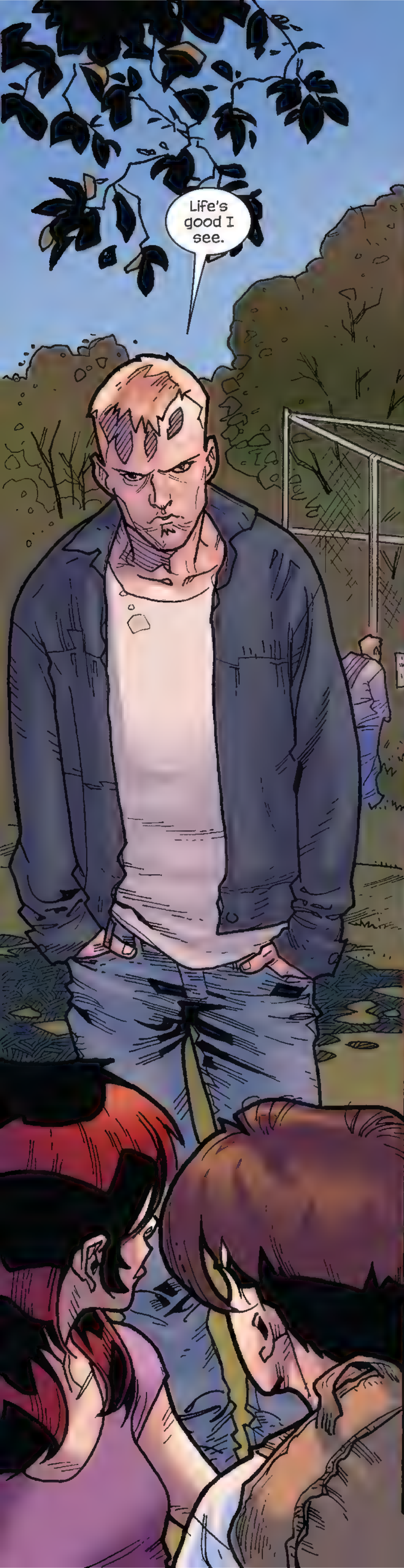














I don't know!!

I don't know  
what to do!

I'm being  
stalked by  
a lunatic.

You'd think I'd be used  
to it by now. But they  
keep finding new angles  
to torture me with.

Okay.  
Okay.

So I'll go to the only  
people in the world who  
I can trust with this.

The only people  
that can actually do  
anything to help me.

The Fantastic Four.

They've got a  
*big* pile of brains  
over there. They have  
connections. They  
even *like* me. And  
*no one* likes me...

They can  
tell me what  
to do.

Oh, but of course...  
they are not home.

Not home!!

They're off having a  
grand adventure and  
I'm out here getting  
whooping pneumonia.

(If I'm lucky.)

And I can't even leave a  
post-it note saying I was  
here because if I touch  
this building, attack robots  
will *attack me!!*

This is the Baxter  
building. You don't  
*touch* the Baxter  
building.

Oh man, I can't  
go to the police.

"Oh hi, yeah, I know I'm in a  
soaking-wet body stocking  
and I refuse to take off my  
mask, but I was wondering if  
you could help me with this  
problem I'm having..."

"See, this ex monster I  
used to fight came by my  
school and asked me to help  
him monster up again."

"Yeah, I know...*crazy!*  
Well, welcome to my life...  
oh, I have the right to  
remain silent? Yeah, kinda  
figured that!"

Aarrgghh! And I can't  
go to Nick Fury because  
Fury's gone bye-bye.  
Now I *miss* Nick Fury.

What kind of a  
life is this if I  
*miss* Nick Fury??

Can't go to  
S.H.I.E.L.D. Can't  
trust *them*.

Oh, I know.  
Oh, okay!

I know  
where  
to go...



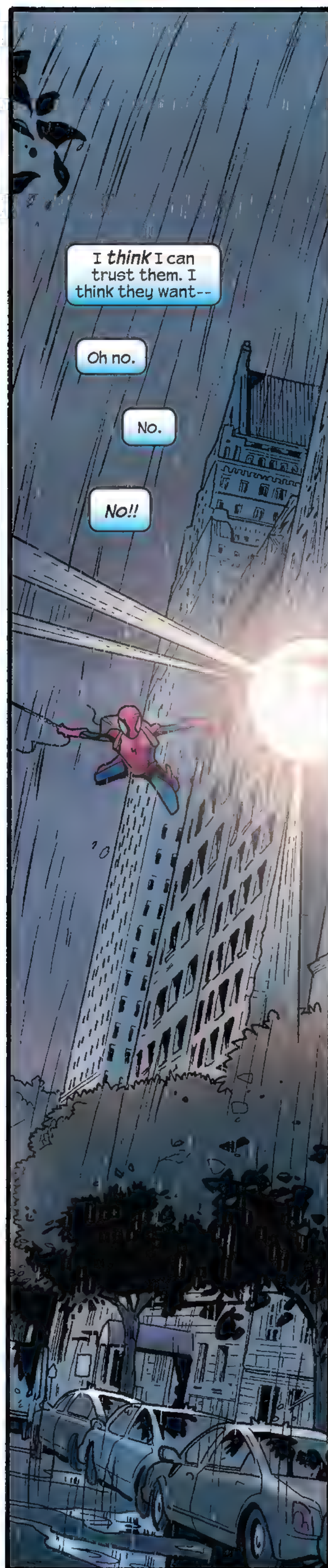


The Ultimates.

The real super heroes.

Iron Man, Captain America. Those guys...

They'll help me. They'll know what to do and who to do it to. I can trust them.



I *think* I can trust them. I think they want--

Oh no.

No.

No!!

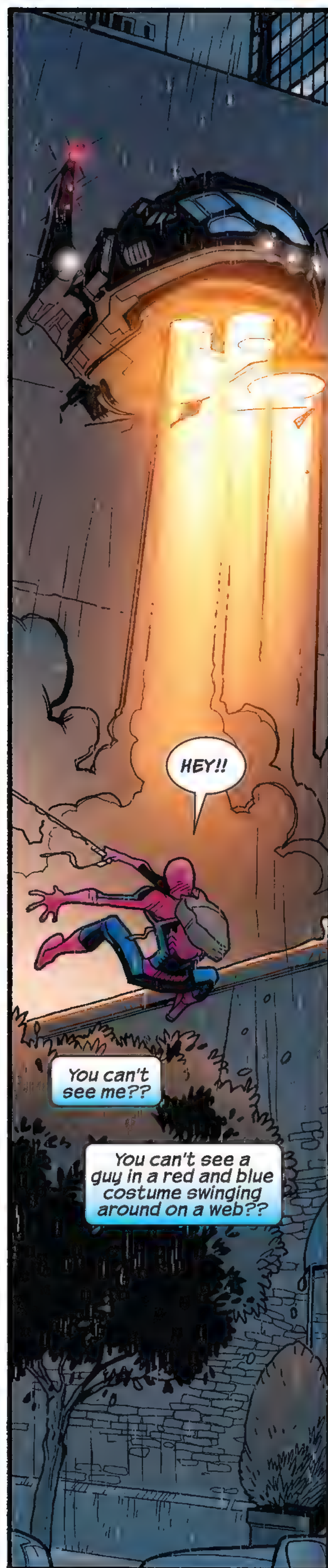


They're leaving.

Hey!! No!! Come on!!

HEY!!

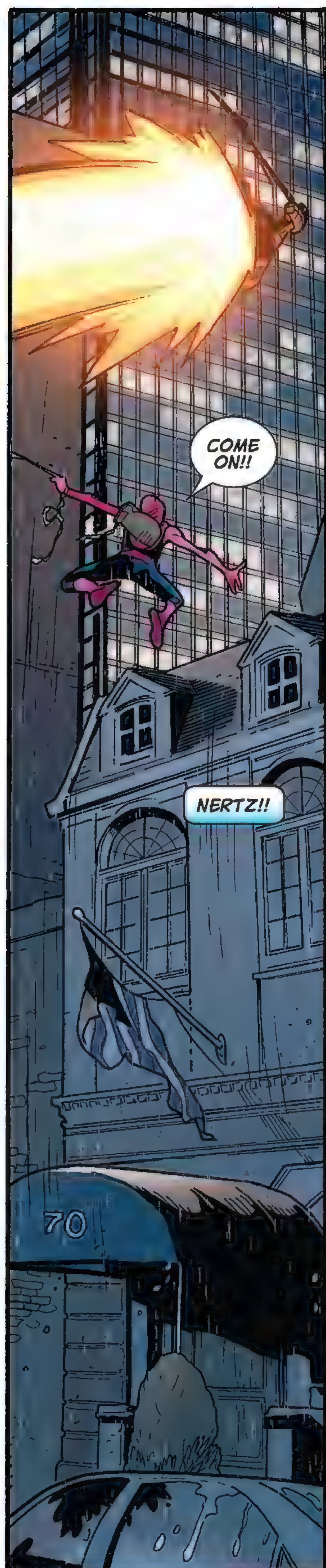
Oh come on!!



HEY!!

You can't see me??

You can't see a guy in a red and blue costume swinging around on a web??



COME ON!!

NERTZ!!



Oh man!! Now what?

AAARRGGHH!!!

Okay, okay.

You know what? I'll tell you now what.

Now I do this *myself*.

Now I grow the hell up...

I have resources, I have things I can do.



I work at a major metropolitan newspaper. I have access to **information**. Things you can't find online.

I have the archives. I'll dig in and find out who has what.

I should have done this a month ago. I should have done this the day after I had the last run-in with Eddie Brock.

I should do this **every time** I have any crazy run-in.

But thing is- everything is always so crazy. There's always another maniac or drama right around the corner.

I don't even get a chance to **breathe**, let alone actually follow up on any of this.

I almost died because of this Eddie nonsense...you'd think I'd be a brain enough to try and figure out what happened.

My blood was infected, for Thor's sake. I almost **died!**

And I still have no idea what it was about or anything--

I'd like to find out exactly what went down. All that with that Beetle guy, that Silver Sable. Roxxon, Trask Industries. S.H.I.E.L.D.

All of a sudden there's a lot of people trying to steal my dad's work.

A lot of weasels out there.

Roxxon, Trask. It's like these two gigantor companies having this quiet **war** over all this. First one has the--oh look.

Here it is.

"Symbiotic genetic engineering... a wave of the future?"

There's a whole article on it right here.

When did this run? It never ran? It was filed but never published? That's weird.

"Trask Industries wants to pave the way to the next century with what they believe could be a breakthrough in genetic technologies."

"The Symbiote Effect, as Bolivar Trask calls it, would use the human body's own designs to heal and cure itself of diseases and--"

What??

That's- that's my dad's entire **philosophy!!!**

That's why he accidentally created the suit to begin with. He was trying to cure cancer.

This exact- **Argh!!** That is annoying. They stole it.

Peter, are you working tonight?

Oh,uh-no, Mister Robertson, I was just stopping in to check on something. Is that okay?

No problem.

Thanks.

Okay, okay.

"Bolivar Trask scoffed at the rumors of military applications for the Symbiote Effect and the rumors of a Super-Soldier enhancement being discovered by further experimentation."

(Bolivar?)

"What we have here is a threat to the billion-dollar pharmaceutical companies, like Roxxon and the others."

"What we have here is the concept that may end the need for pharmaceuticals all together."

"If we can help the body heal itself, the bloated drug culture would feel an instantaneous seismic shift."

"This could be the beginning of the end for the drug companies, and they are scared and they should be."

Money. That's all this is ever about.

One person wants another person's money.

Makes me want to scream. Money.

And there's this guy and another guy trying to steal my dad's work to screw each other out of money.

Oh wait. It's not all about money. There's also this insane person who wants to have my dad's suit so he can eat people.

So there's that, too. And I'm supposed to help.

And I type in Eddie Brock and nothing.

Not one mention of him anywhere in this.

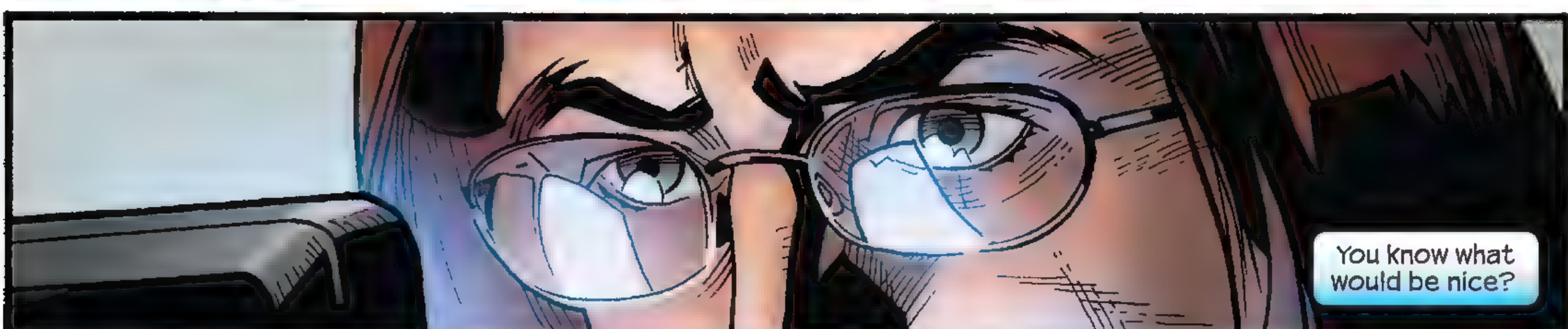
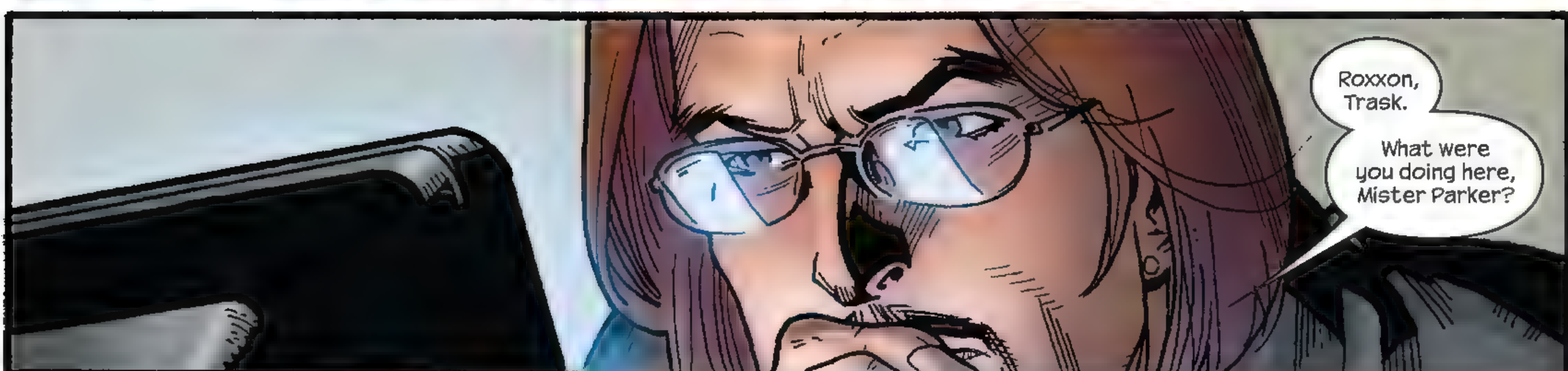
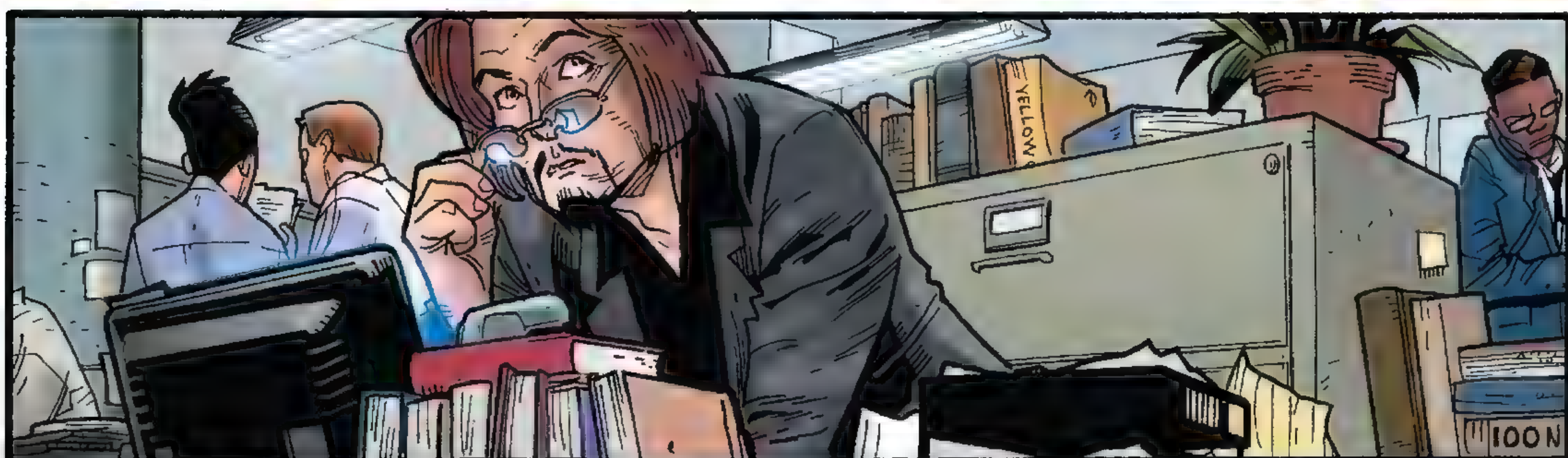
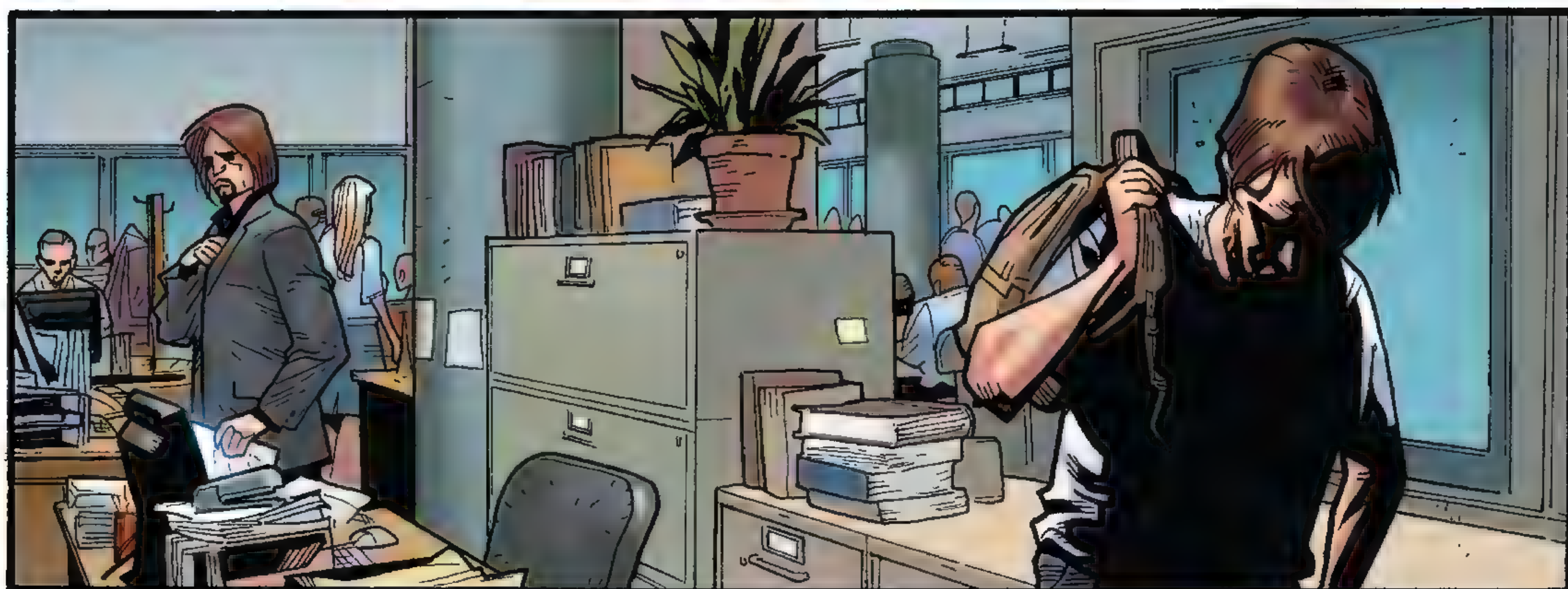
In fact, not one mention of the suit or my father or Eddie's father. Like it's all been deleted from the world.

My dad had papers published. He was of some merit.

Where is it? Where is he?

He's been **erased?**









For all of this  
to go away...

Ugh!! Hate swinging around  
after it rains. Everything is wet.  
I'm gonna slip and kill myself.

Shouldn't be plopping  
directly onto my house this  
early at night anyhow.

Someone might see.  
But I'm tired and  
hungry and so mad.

Gotta  
move fast.



The good news about the Spidey  
powers is that if Eddie is following me  
around he sure as @#\$ can't keep up.

You know what I should do?  
I should call Eddie's bluff.

"Go ahead, Eddie, tell the  
world I'm Spider-Man."

I save people. I've  
saved people from you.

You tell them about  
me, they're going to find  
out about you, too.



Thing is- all I want to do  
is *help* the guy. I *do*. I feel  
bad, I feel guilty.

He shouldn't have  
his whole life ruined.  
I'll help him.

Why does he have to turn it  
into "*me against him*"?? What  
did I do to him? Nothing.

If he shows up here  
again I'll just grab him  
and take him to--

Peter?



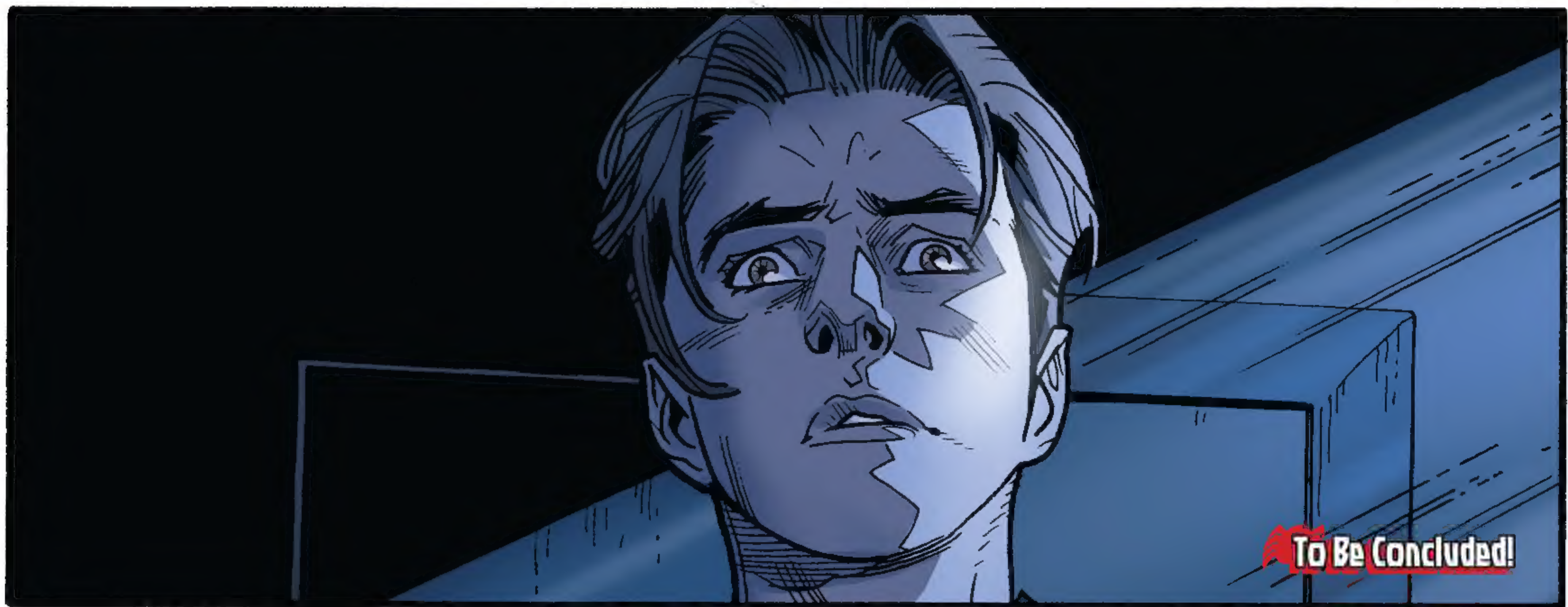
I- I'm sorry  
Peter.

I wasn't--I  
swear I wasn't  
going to bother  
you anymore.



I wasn't  
going to just  
come here like  
this but...







# MARCH ON ULTIMATIUM



ULTIMATE X-MEN/ULTIMATE FANTASTIC FOUR ANNUAL #1  
ULTIMATE FANTASTIC FOUR/ULTIMATE X-MEN ANNUAL #1  
ON SALE NOW!



ULTIMATE CAPTAIN AMERICA  
ANNUAL #3



ULTIMATE HULK  
ANNUAL #1





**SON OF**

**ULTRAMAN**